

At the Surrogate's Court held in and for the County  
of New York, at the Court House, 31 Chambers Street,  
New York, NY on the 19th day of February, 2013

P R E S E N T:

Honorable Nora S. Anderson,  
Surrogate

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In the Matter of the Application of ORLY  
GENGER, as a person interested, for the  
removal of DALIA GENGER, as Trustee of the  
  
Orly Genger 1993 Trust pursuant to SCPA § 711(11)

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File No. 0017/2008

**ORDER TO SHOW  
CAUSE**

New York County Surrogate's Court

DATA ENTRY  
Date: 2/19/13

**UPON** the reading and filing the annexed affidavit of petitioner, Orly Genger ("Petitioner" or "Orly"), duly sworn to on the 13th day of February, 2013 in support of the Motion with the exhibits annexed thereto, the annexed Affirmation of Ralph R. Hochberg dated the 13th day of February, 2013 and the exhibits annexed thereto, the annexed Memorandum of Law in support of the Motion (the "Motion"), and together with all of the pleadings and proceedings heretofore had herein;

**LET** the Respondent, Dalia Genger, the sole Trustee of the Orly Genger 1993 Trust (the "Orly Trust") and her attorney, show cause before Surrogate Nora S. Anderson at the Surrogate's Court located at 31 Chambers Street, Room 509, on the 5th day of March 2013 at 10:00 a.m. in the forenoon of that day or as soon thereafter as counsel may be heard why an order should not be entered:

- (1) Granting Petitioner's Motion for a preliminary injunction enjoining the Respondent, Dalia Genger, as Trustee of the Orly Trust, together with any and all of her agents, assigns, employees, representatives, attorneys, and/or anyone acting on Dalia's behalf

either directly or indirectly or in concert with her, from: (i) proceeding with and/or taking any action of any kind or nature, with respect to the action Dalia previously commenced in the Delaware Chancery Court entitled, "*Dalia Genger as Trustee of the Orly Genger 1993 Trust v. TR Investors LLC*, C.A. No. 6906-CS" (the "Delaware Chancery Action") including, but not limited to, the continuation of the prosecution said Delaware Chancery Action; and, (ii) proceeding with any other existing actions or proceedings and/or commencing any future actions or proceedings in the Delaware Chancery Court, and/or any other local, state or federal courts on behalf of the Orly Trust (other than those actions and proceedings which are already pending in the Supreme Court of the State of New York, County of New York) which concern, relate to, pertain to and/or have any effect whatsoever upon any and all assets of the Orly Trust including, but not limited to, the Orly Trust's direct, indirect or beneficial interests in Trans-Resources, Inc. and TPR Investment Associates, Inc; and,

- (2) Granting such other and further relief as this Court deems to be just, equitable and proper; and it is

~~ORDERED, that pending the hearing and determination of this Motion, and until further Order of this Court, Dalia Genger, as Trustee, and any and all of her agents, assigns, employees, representatives, attorneys, and/or anyone acting on Dalia's behalf either directly or indirectly or in concert with her are hereby temporarily restrained from: (i) proceeding with and/or taking any action with respect to the Delaware Chancery Action; (ii) proceeding with any other existing actions or proceedings and/or commencing any future actions or proceedings in the Delaware Chancery Court, and/or any other local, state or federal courts on behalf of the Orly Trust (other than those actions and proceedings which are already pending in the Supreme Court of the State~~

~~of New York, County of New York) which concern, relate to, pertain to and/or have any effect whatsoever upon any and all assets of the Orly Trust including, but not limited to, the Orly Trust's direct, indirect or beneficial interests in Trans-Resources, Inc. and TPR Investment Associates, Inc., together with such other and further relief as this Court deems to be just, equitable and proper;~~

**SUFFICIENT CAUSE BEING ALLEGED, IT IS HEREBY ORDERED** that a copy of this Order to Show Cause, together with copies of the papers upon which it is made, shall be served upon Respondent, Dalia Genger, by service upon her counsel: (i) Pedowitz & Meister LLP, 570 Lexington Avenue, 18<sup>th</sup> Floor, New York, New York 10022-6837 by overnight delivery service on or before February 21, 2013, and (ii) David Parnes, Esq., as Trustee of the Sagi Trust, 29 El Kachi Street, Tel Aviv, Israel 69497 via Federal Express-International Delivery and that such service shall be deemed good and sufficient service; and it is further

**ORDERED**, that opposition papers to the Motion, if any, shall be served <sup>and filed</sup> ~~so that they are~~ with the Court by 12:00 pm on ~~received by Petitioner's counsel, Platzer, Swergold, Karlin, Levine, Goldberg & Jaslow, LLP~~ Attn: Ralph R. Hochberg, Esq., 1065 Avenue of the Americas, New York, NY 10018 on or before March 1, 2013, 2013; and it is further

**ORDERED**, that Petitioner shall serve its reply to any opposition to the Motion so that it is received by Respondent's counsel on or before \_\_\_\_\_, 2013, with a copy to David Parnes, Esq. as Trustee of the Sagi Trust served by Federal Express, International Delivery.

*Nina Stinderson*  
Surrogate